

## **EXHIBIT 14**

IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

DOROTHY FORTH, DONNA  
BAILEY, LISA BULLARD,  
RICARDO GONZALES,  
CYNTHIA RUSSO, TROY,  
INTERNATIONAL  
BROTHERHOOD OF  
ELECTRICAL WORKERS LOCAL  
38 HEALTH AND WELFARE  
FUND, INTERNATIONAL  
UNION OF OPERATING  
ENGINEERS LOCAL 295-295C  
WELFARE FUND, AND  
STEAMFITTERS FUND LOCAL  
439, on Behalf of  
Themselves and All  
Others Similarly  
Situated,

Plaintiffs,

vs.

WALGREEN CO.,

Defendant.

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VIDEO DEPOSITION OF  
STEAMFITTERS FUND LOCAL 439

by and through

CHARLES E. BAILEY JUNIOR

June 11, 2019

9:27 a.m.

10 South Wacker Drive, 40th Floor  
Chicago, Illinois

Deanna Amore - CRR, RPR, CSR - 084-003999

1 Steamfitters 439?

2 Q. Yes.

3 A. No.

4 Q. Did you talk with anyone at the Union,  
5 Steamfitters Fund 439 itself, as opposed to people  
6 that work for the Fund?

7 A. About the case or about --

8 Q. About the case?

9 A. They are aware that I'm involved with it,  
10 yes.

11 Q. Did you have any substantive discussions  
12 with them about the case?

13 A. Not really. I mean, just -- just talking  
14 kind of what the details of the -- of what we're  
15 here for basically.

16 Q. What did you discuss with them? What --

17 A. That we believe we were overcharged by  
18 Walgreens.

19 Q. But you did not talk with them to prepare  
20 for your deposition at all?

21 A. No.

22 Q. Did you talk with anyone formally  
23 associated with the Fund to prepare for your  
24 deposition?

1           A.     "Associated"? Could that mean our  
2 consultant from J.W. Terrill?

3           Q.     You already talked about your consultant  
4 from J.W. Terrill.

5                     Let me ask this question: Other than your  
6 attorneys and J.W. Terrill, Ms. Jaegers, did you  
7 talk with anyone else to prepare for your  
8 deposition?

9           A.     No.

10          Q.     Did you meet in person with your attorneys  
11 to prepare for this deposition?

12          A.     Yes.

13          Q.     How many times?

14          A.     Twice.

15          Q.     And when were those meetings?

16          A.     Yesterday and it was about three weeks  
17 ago. It was when we were supposed to do the last  
18 deposition.

19          Q.     Let's talk about the meeting three weeks  
20 ago. Where did that take place?

21          A.     In Chicago.

22          Q.     Do you remember the date of the meeting?

23          A.     I want to say it was, like, May 15, but  
24 I'm not sure. I can't recollect the exact date.

1 Q. And who was present for that meeting?

2 A. Joe Guglielmo, Charley Schaffer, and  
3 C.J. Baricevic and myself.

4 Q. And about how long did that meeting take  
5 place -- take -- strike that.

6 About how long did that meeting take?

7 A. I believe we were there six hours or so.

8 Q. And did you look at any documents during  
9 that meeting?

10 A. Yes.

11 Q. And those were the documents that were in  
12 the binders?

13 A. Yes, sir.

14 Q. And the meeting yesterday, where did that  
15 take place?

16 A. In Chicago as well.

17 Q. And who was present for that?

18 A. Joe Guglielmo, Charley Schaffer,  
19 C.J. Baricevic and Dave Cates.

20 Q. And how long did that meeting take place?

21 A. About six hours.

22 Q. And did you look at any documents  
23 together?

24 A. Yes.

1 Q. And were those the documents that were in  
2 the binders?

3 A. Yes, sir.

4 Q. At that first meeting, did you review any  
5 of the contracts with your PBMs?

6 A. Yes.

7 Q. And at yesterday's meeting, did you review  
8 any of the contracts with the PBMs?

9 A. Yes.

10 Q. Did you -- in addition to any in-person  
11 meetings, did you have any phone conferences with  
12 your attorneys to prepare for the deposition?

13 A. Yes, we did.

14 Q. And how many phone conversations?

15 A. We had two.

16 Q. And when were they?

17 A. We had one about a week before we came the  
18 first visit to Chicago, and then we had one last  
19 Wednesday. I guess it would have been the -- maybe  
20 the 6th or 7th.

21 Q. And the first conversation, who was on  
22 that call?

23 A. Joe Gugliemo, Charley Schaffer,  
24 C.J. Baricevic, and myself.

1           A.    I don't believe -- if it's a different  
2    price, why were we paying more than a non-insured  
3    public?

4           Q.    What do you mean "non-insured public"?

5           A.    I mean you don't have to have insurance to  
6    get the generics at a -- the PSC price. We have  
7    insurance. We pay our bills, and we weren't  
8    getting that same savings.

9           Q.    Do you understand the Fund is seeking to  
10   bring this case as a class action?

11          A.    Yes.

12          Q.    Do you know what a class action is?

13          A.    It's a collective lawsuit.

14          Q.    Can you give me any additional  
15   description?

16          A.    I'm not a lawyer. I can't describe what a  
17   class action lawsuit is.

18          Q.    Do you know what the Fund's role in the  
19   litigation is?

20          A.    The Fund and me speaking as the Fund,  
21   I have a -- as a trustee, I have a fiduciary  
22   responsibility to recoup any money losses since we  
23   are self-funded, and money is coming in from  
24   membership voluntarily to cover this. So it's our

1 responsibility to try to recover if we've been  
2 damaged.

3 Q. Do you know what the phrase "class  
4 representative" means?

5 A. I've heard it, yes.

6 Q. What do you understand that to mean?

7 A. Again, I'm not a lawyer, but I believe it  
8 means that you're maybe the lead plaintiff or lead  
9 witness against somebody that you're suing.

10 Q. Do you know what obligations -- well,  
11 first of all, do you understand that the Fund is  
12 acting as a class representative here?

13 A. Yes.

14 Q. Do you know what the Fund's obligations  
15 are as a class representative?

16 A. For our members or for the suit?

17 Q. As a class representative in a case that  
18 the Fund is seeking to be named by the Court as one  
19 of the named plaintiffs, one of the class  
20 representatives, does the Fund understand what its  
21 obligations are if it were named as a class  
22 representative in the case?

23 A. Yes.

24 Q. And what are those obligations?



1           A.     You could possibly go to trial.

2           Q.     Any case could go to trial.    So I'm not  
3     sure I know what you mean by that answer.

4           A.     You are asking me what obligations.   I am  
5     here.   I'm at deposition.   I've prepped.   I've  
6     looked at information, and if it all said I have to  
7     go to trial, then I'd have to go there as well.

8           Q.     Do you understand as a named plaintiff,  
9     the Fund has an obligation to represent all the  
10    members of the class and not just represent the  
11    Fund's own interests?

12          A.     Yes.

13          Q.     Do you know whether the Fund has any  
14    financial obligations as a class representative?

15          A.     Financial obligations to?

16          Q.     To your lawyers.

17          A.     Oh, no, no.

18          Q.     The Fund isn't paying the lawyers  
19    anything?

20          A.     No, sir.

21          Q.     Do you know whether the Fund is  
22    responsible for any of the expenses in the case?

23          A.     I mean, they are paying my wages.

24          Q.     Who is paying your wages?

1 BY MR. LEIB:

2 Q. I believe we talked about this a little  
3 bit. The Fund was asked to collect documents in  
4 this case and provide them to your lawyers;  
5 correct?

6 A. Yes.

7 Q. Can you describe the process the Fund  
8 undertook to find all the documents it was asked to  
9 collect?

10 A. I know we linked up with J.W. Terrill and  
11 Kathy Jaegers, and she got information from LDI.  
12 J.W. Terrill also gave us any information they had.  
13 We looked through the hall for any information that  
14 may have been in file cabinets that wasn't found by  
15 J.W. Terrill or LDI, which all of our information  
16 comes from them. So we shouldn't have had nothing  
17 that they didn't have. And then also, all  
18 communications over the computer were found by a  
19 consultant that the attorneys hired to do a scan on  
20 the computers to find any emails or documents.

21 Q. So who participated in the search for  
22 paper documents?

23 A. Dave Cates, Janie Bailey, and the  
24 consultant as far as computer records went.

1 Q. What -- no -- oh, I'm talking just paper.

2 A. Oh, paper.

3 Kathy Jaegers, probably Dave Schroff from  
4 LDI was probably on involved on their end;  
5 Janie Bailey; Dave Cates; and C.J. Baricevic.

6 Q. And where -- in the hall are there -- is  
7 there a separate area where -- I think we --  
8 I asked you this before, but I can't remember the  
9 answer.

10 Are the Fund documents separated from the  
11 rest of the Union documents?

12 A. Yes.

13 Q. So where are the Fund documents kept in  
14 the hall?

15 A. In fireproof cabinets.

16 Q. How many cabinets?

17 A. I think it's in maybe one three-level  
18 cabinet.

19 Q. And does the Fund have a destruction  
20 policy?

21 A. I don't know the exact policy as far as  
22 the Health and Welfare. I know all of their  
23 documents, we have to hold for seven years. I'm  
24 sure it applies to the same thing. That's all

1 under ERISA, document controlled. So it's five  
2 years in a training program. I think it's seven  
3 with everything else.

4 Q. And were all of the documents in those  
5 file cabinets reviewed?

6 A. I believe so, yes.

7 Q. Did you have any involvement personally in  
8 search?

9 A. No, I didn't come into office until  
10 January 1, 2019. So I was still in the field  
11 before then, and this took place prior to that.

12 Q. Were there any recent requests for  
13 documents?

14 A. Not that I was involved with, no.

15 Q. Who else would have been involved?

16 A. The same names.

17 Q. So the attorneys could call Janie Bailey  
18 and ask her for documents?

19 A. She would lead them in the direction they  
20 needed to go.

21 Q. Did the attorneys have direct contact with  
22 Ms. Bailey?

23 A. Yes.

24 Q. And as far as the computer search goes,

1     what computer records were searched?

2             And the reason I ask is you have no  
3     employees; right?

4             A.     No.

5             Q.     So was it the Union's computer records  
6     that were searched, or was it specific custodians  
7     within the Union that was searched?

8             A.     It was the Union's computers, and I think  
9     it was basically all Janie and my father's emails  
10    or all emails sent to them. Again, I don't know  
11    100 percent of what information was gathered in  
12    this because when this took place, I wasn't  
13    involved at the hall at that time. I was just a  
14    trustee.

15            Q.     Do you understand that the documents are  
16    just one of the topics of this deposition?

17            A.     Yes. And I know they did complete a  
18    search in the computers, and as we looked at many  
19    emails, I'm sure that's where all of those were  
20    derived from. I don't think we'd have to get this  
21    type of information on a computer because this  
22    comes from our PBMs. So we just needed the  
23    conversations, it seems like.

24            Q.     Other than Janie and your father, is there

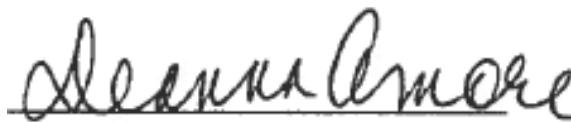
C E R T I F I C A T E

I, DEANNA AMORE, a Shorthand Reporter and  
notary public, within and for the State of  
Illinois, County of DuPage, do hereby certify:

That CHARLES E. BAILEY JUNIOR, the witness  
whose examination is hereinbefore set forth, was  
first duly sworn by me and that this transcript of  
said testimony is a true record of the testimony  
given by said witness.

I further certify that I am not related to  
any of the parties to this action by blood or  
marriage, and that I am in no way interested in the  
outcome of this matter.

IN WITNESS WHEREOF, I have hereunto set my  
hand this 15th day of June 2019.

A handwritten signature in cursive script, reading "Deanna Amore", written in dark ink. The signature is fluid and stylized, with the first and last names being clearly legible.

Deanna M. Amore, CRR, RPR, CSR